

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Merger and Change of Name

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
KC Distance Learning, Inc.		07/23/2010	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	KC Distance Learning LLC
Street Address:	2300 Corporate Park Drive
City:	Herndon
State/Country:	VIRGINIA
Postal Code:	20171
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Serial Number:	78414096	IQ ACADEMIES
Serial Number:	77396921	AVENTA LEARNING
Serial Number:	77792643	DREAM. CONNECT. ACHIEVE.
Serial Number:	77793473	IQ
Serial Number:	77736790	IQ ACADEMY
Serial Number:	77792633	KEYSTONE
Serial Number:	77793466	WHERE EDUCATION CLICKS

CORRESPONDENCE DATA

Fax Number: (703)610-6200
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 703-610-6100
 Email: boxip@hoganlovells.com
 Correspondent Name: Timothy J. Lyden, Hogan Lovells US LLP
 Address Line 1: 7930 Jones Branch Drive
 Address Line 2: Box Intellectual Property

CH \$190.00 78414096

900181927

**TRADEMARK
 REEL: 004458 FRAME: 0146**

Address Line 4: McLean, VIRGINIA 22102

ATTORNEY DOCKET NUMBER: 21728.03

NAME OF SUBMITTER: Timothy J. Lyden

Signature: /Timothy J. Lyden/

Date: 01/21/2011

Total Attachments: 3
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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"KC DISTANCE LEARNING, INC.", A DELAWARE CORPORATION,
WITH AND INTO "KAYLEIGH SUB TWO LLC" UNDER THE NAME OF "KC DISTANCE LEARNING LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF JULY, A.D. 2010, AT 7:56 O'CLOCK P.M.

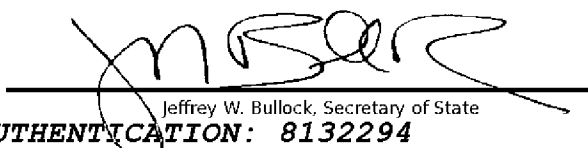
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-THIRD DAY OF JULY, A.D. 2010, AT 9:02 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4848367 8100M

100770158




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8132294

DATE: 07-23-10

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 004458 FRAME: 0148

**CERTIFICATE OF MERGER
MERCING
KC DISTANCE LEARNING, INC.
INTO
KAYLEIGH SUB TWO LLC**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

It is hereby certified as the 23rd day of July, 2010, that:

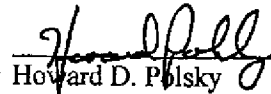
1. The name of the surviving limited liability company is Kayleigh Sub Two LLC, a Delaware limited liability company (the "Surviving Limited Liability Company").
2. The name of the corporation being merged into this Surviving Limited Liability Company is KC Distance Learning, Inc., a Delaware corporation (the "Corporation").
3. The Agreement and Plan of Merger has been approved and executed by both the Corporation and the Surviving Limited Liability Company.
4. The name of the Surviving Limited Liability Company is Kayleigh Sub Two LLC which will continue its existence as said Surviving Limited Liability Company under the name KC Distance Learning LLC upon the effective date and time of said merger pursuant to the provisions of the Limited Liability Company Act of the State of Delaware.
5. The Certificate of Formation of the Surviving Limited Liability Company is to be amended and changed by reason of the merger herein certified to effect a change in the First Article thereof, relating to the name of the Surviving Limited Liability Company, accordingly the First Article of the Certificate of Formation shall be amended to read in its entirety as follows:
"FIRST. The name of the limited liability company formed hereby is KC Distance Learning LLC."
6. The executed Agreement and Plan of Merger is on file at 2300 Corporate Park Drive, Herndon, VA 20171, the principal place of business of the Surviving Limited Liability Company.
7. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Limited Liability Company on request, without cost, to any member of the Surviving Limited Liability Company or any stockholder of the Corporation.
8. The merger is to be effective as of 9:02 PM EST on July 23, 2010.

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[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger as of the date and time first set forth above.

KAYLEIGH SUB TWO LLC

By: 
Name: Howard D. Pilsky
Title: Secretary and General Counsel

Signature page to
Certificate of Merger